

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ESTELLE WEBER, individually, on behalf of the Bear Stearns Companies Inc. Employee Stock Ownership Plan, and all others similarly situated,

Plaintiff,

v.

THE BEAR STEARNS COMPANIES INC.,
CUSTODIAL TRUST COMPANY, JAMES CAYNE,
ALAN SCHWARTZ, WARREN SPECTOR, SAMUEL
MOLINARO, ALAN GREENBERG, and JOHN DOES
1-20,

Defendants.

No. 08 Civ. 2870 (RWS)

NOTICE OF APPEARANCE

Please take notice that the undersigned, of the law firm Paul, Weiss, Rifkind, Wharton & Garrison LLP, is hereby entering an appearance as counsel of record for defendants The Bear Stearns Companies Inc. and Custodial Trust Company.

Dated: April 14, 2008
New York, New York

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP

By: \s\ Brad S. Karp
Brad S. Karp

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*Attorneys for The Bear Stearns Companies Inc. and
Custodial Trust Company*

AFFIDAVIT OF SERVICE BY FIRST CLASS MAIL

STATE OF NEW YORK)

COUNTY OF NEW YORK) :SS

Dytonia Reed, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of age and am employed by Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019.

2. On April 14, 2007, I served a true copy of the foregoing NOTICE OF APPEARANCE on the following:

Barry Berke
David Frankel
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036

Jay Kasner, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
4 Times Square
New York, NY 10036

Michael Chopiga, Esq.
SIMPSON THACHER & BARTLETT LLP
425 Lexington Avenue
New York, NY 10017

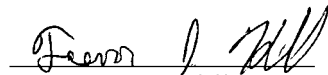
Ronald Richman, Esq.
Alan Glickman, Esq.
SCHULTE ROTH & ZABEL LLP
919 Third Avenue
New York, NY 10022

Lawrence B. Pedowitz, Esq.
David B. Anders, Esq.
WACHTELL, LIPTON, ROSEN & KATZ
51 West 52nd Street
New York, NY 10019

3. I made such service by personally enclosing a true copy of the aforementioned document in a properly addressed prepaid wrapper and depositing it into an official depository under the exclusive custody and care of the United States Postal Service in the State of New York.


Dytonia Reed

Sworn to before me this
14th day of April 2008


Notary Public

TREVOR J. HILL
Notary Public, State of New York
No. 0146181594
Qualified in Bronx County
Commission Expires February 4, 2012